

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

IN RE: DEALER MANAGEMENT SYSTEMS
ANTITRUST LITIGATION

This Document Relates to All Cases

MDL No. 2817
Case No. 18 C 864

Hon. Robert M. Dow, Jr.
Magistrate Judge Jeffrey T. Gilbert

**DECLARATION OF MICHAEL N. NEMELKA IN SUPPORT OF PLAINTIFFS’
MOTION TO COMPEL DEFENDANT THE REYNOLDS AND REYNOLDS COMPANY
TO PRODUCE UNREDACTED DOCUMENTS FOR *IN CAMERA* REVIEW**

I, Michael N. Nemelka, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a partner with the law firm of Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C. in Washington, D.C., which is co-lead counsel in the above captioned case. I respectfully submit this declaration in support of Plaintiffs’¹ Motion to Compel Defendant The Reynolds and Reynolds Company to Produce Unredacted Documents for *In Camera Review* (“Motion”).

2. The following facts are based on my personal knowledge or on information provided to me. If called upon as a witness, I could and would testify competently to them.

3. I have been and continue to be involved in the communications and meet and confers, pursuant to Local Rule 37.2, with Defendant The Reynolds and Reynolds Company (“Reynolds”) regarding production of the unredacted documents in the above-captioned case.

4. Consistent with their duties under Local Rule 37.2, the parties have met and conferred in an effort to resolve their disputes over the regarding production of the unredacted documents. The disputes that remain are described in Plaintiffs’ brief submitted in support of the Motion.

¹ For purposes of this motion, “Plaintiffs” excludes the Dealership Class Plaintiffs given their pending settlement with Reynolds.

5. Listed below are relevant materials and/or information cited in Plaintiffs' brief submitted in support of their Motion.

6. Attached as **Exhibit A** is a true and correct copy of REYMDL00138480 – REYMDL00138482, an email chain ending with an email from R. Schaefer to B. Brockman, dated July 6, 2015.

7. Attached as **Exhibit B** is a true and correct copy of REYMDL00132467 – REYMDL00132468, an email chain ending with an email from B. Brockman to R. Schaefer, dated July 6, 2015.

8. Attached as **Exhibit C** is a true and correct copy of the letter from M. Nemelka to B. Ross dated July 16, 2018, regarding redactions in Reynolds's production.

9. Attached as **Exhibit D** is a true and correct copy of the letter from B. Ross to M. Nemelka dated July 30, 2018, regarding redactions in Reynolds's production.

10. Attached as **Exhibit E** is a true and correct copy of the letter from M. Nemelka and P. Wedgworth to B. Ross dated September 6, 2018, regarding redactions in Reynolds's production.

11. Reynolds never responded to Plaintiffs' September 6, 2018 letter nor to Plaintiffs' request for further information regarding Reynolds' privilege claims for the documents at issue.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: September 28, 2018

/s/ Michael N. Nemelka
Michael N. Nemelka